

Item 5.03. Amendments to Certificate of Incorporation or Bylaws; Change in Fiscal Year.

As previously announced by AmerisourceBergen Corporation (the “Registrant”), all rights issued pursuant to the Amended and Restated Rights Agreement, dated as of August 27, 2001 (as the same was amended and restated effective as of September 29, 2003), between the Registrant and The Bank of New York Mellon, as Rights Agent, expired on November 20, 2009 and are no longer outstanding. On December 3, 2009, the Registrant filed a Certificate of Elimination with the Secretary of State of the State of Delaware eliminating the Certificate of Designations with respect to the Registrant’s Series A Preferred Stock, which were issuable, under certain circumstances, upon exercise of the rights.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

AMERISOURCEBERGEN CORPORATION

Date: December 4, 2009

By: /s/ Michael D. DiCandilo

Name: Michael D. DiCandilo

Title: Executive Vice President
and Chief Financial Officer